

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11

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PROMISE HEALTHCARE GROUP, LLC, *et al.*,¹ : Case No. 18-12491 (CSS)

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Debtors. : (Jointly Administered)

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**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON DECEMBER 11, 2018 AT 11:00 A.M. (ET)³**

MATTERS WITH CERTIFICATION OF COUNSEL/NO OBJECTION (COC/CNO):

1. Application of the Debtors, Pursuant to Sections 327(a) and 329(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a), 2016(b) and 6003 and Local Rules 2014-1 and 2016-1, for an Order Authorizing Them to Retain and Employ DLA Piper LLP (US) as Counsel, *Nunc Pro Tunc* to the Petition Date [D.I. 97; filed 11/14/18].

¹ The Debtors in these Chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: HLP HealthCare, Inc. (8381), PH-ELA, Inc. (9180), Professional Rehabilitation Hospital, L.L.C. (5340), Promise Healthcare #2, Inc. (1913), Promise Healthcare Group, LLC (1895), Promise Healthcare Holdings, Inc. (2601), Bossier Land Acquisition Corp. (6644), HLP of Los Angeles, LLC (9102), HLP of Shreveport, Inc. (1708), HLP Properties at The Villages Holdings, LLC (0006), HLP Properties at the Villages, L.L.C. (1938), HLP Properties of Vidalia, LLC (4255), HLP Properties, Inc. (0068), Promise Healthcare of California, Inc. (9179), Promise Healthcare, Inc. (7953), Promise Hospital of Ascension, Inc. (9219), Promise Hospital of Baton Rouge, Inc. (8831), Promise Hospital of Dade, Inc. (7837), Promise Hospital of Dallas, Inc. (0240), Promise Hospital of East Los Angeles, L.P. (4671), Promise Hospital of Florida at The Villages, Inc. (2171), Promise Hospital of Louisiana, Inc. (4886), Promise Hospital of Lee, Inc. (8552), Promise Hospital of Overland Park, Inc. (5562), Promise Hospital of Phoenix, Inc. (1318), Promise Hospital of Salt Lake, Inc. (0659), Promise Hospital of Vicksburg, Inc. (2834), Promise Hospital of Wichita Falls, Inc. (4104), Promise Properties of Dade, Inc. (1592), Promise Properties of Lee, Inc. (9065), Promise Properties of Shreveport, LLC (9057), Promise Skilled Nursing Facility of Overland Park, Inc. (5752), Promise Skilled Nursing Facility of Wichita Falls, Inc. (1791), Quantum Health, Inc. (4298), Quantum Properties, L.P. (8203), St. Alexius Hospital Corporation #1 (2766), St. Alexius Properties, LLC (4610), Success Healthcare 1, LLC (6535), Success Healthcare 2, LLC (8861), Success Healthcare, LLC (1604), Vidalia Real Estate Partners, LLC (4947), LH Acquisition, LLC (2328), Promise Behavioral Health Hospital of Shreveport, Inc. (1823), Promise Rejuvenation Centers, Inc. (7301), Promise Rejuvenation Center at the Villages, Inc. (7529), and PHG Technology Development and Services Company, Inc. (7766). The mailing address for the Debtors, solely for purposes of notices and communications, is 999 Yamato Road, 3rd FL, Boca Raton, FL 33431.

² Amended items appear in **BOLD**.

³ Any party participating telephonically must make arrangements through CourtCall by telephone (866-582-6878) or facsimile (866-533-2946).

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to December 4, 2018 for U.S. Trustee and Committee; extended to December 6, 2018 for the Committee and U.S. Trustee.

Related Pleadings:

- (a) Supplemental Declaration of Stuart M. Brown in Support of the Application of the Debtors, Pursuant to Sections 327(a) and 329(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a), 2016(b) and 6003 and Local Rules 2014-1 and 2016-1, for an Order Authorizing Them to Retain and Employ DLA Piper LLP (US) as Counsel, *Nunc Pro Tunc* to the Petition Date [D.I. 174; filed 11/29/18].
- (b) Certification of Counsel Regarding Order Approving Application of the Debtors, Pursuant to Sections 327(a) and 329(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a), 2016(b) and 6003 and Local Rules 2014-1 and 2016-1, for an Order Authorizing Them to Retain and Employ DLA Piper LLP (US) as Counsel, *Nunc Pro Tunc* to the Petition Date [D.I. 240; filed 12/6/18].
- (c) **Order Granting Application of the Debtors For An Order Authorizing Them To Retain and Employ DLA Piper LLP (US) As Counsel, Nunc Pro Tunc to the Petition Date [D.I. 252; filed 12/7/18].**

Responses Received:

- (a) Informal comments received from U.S. Trustee.
- (b) Informal comments received from the Committee.

Status: **An Order has been entered by the Court.**

- 2. Debtors' Application for an Order Authorizing Retention of McDermott Will & Emery LLP as Special Counsel for the Silver Lake Debtors in Connection with the Sale of Silver Lake Medical Center, Pursuant to Bankruptcy Code Section 327(e), *Nunc Pro Tunc* to the Petition Date [D.I. 102; filed 11/14/18].

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to December 4, 2018 for U.S. Trustee and Committee; extended to December 6, 2018 for the Committee and U.S. Trustee.

Related Pleadings:

- (a) Certification of Counsel Regarding Order Approving Debtors' Application for an Order Authorizing Retention of McDermott Will & Emery LLP as Special Counsel for the Silver Lake Debtors in Connection with the Sale of Silver Lake Medical Center, Pursuant to Bankruptcy Code Section 327(e), *Nunc Pro Tunc* to the Petition Date [D.I. 241; filed 12/6/18].

- (b) **Order Granting Debtors' Application For an Order Authorizing Retention of McDermott Will & Emery LLP As Special Counsel For The Silver Lake Debtors in Connection with the Sale of the Silver Lake Medical Center [D.I. 251; filed 12/7/18].**

Responses Received:

- (a) Informal comments received from U.S. Trustee.
- (b) Informal comments received from the Committee.

Status: An Order has been entered by the Court.

- 3. Application of the Debtors and Debtors in Possession, for an Order Authorizing the Retention and Employment of MTS Health Partners, L.P. as Investment Banker for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date [D.I. 103; filed 11/14/18].

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to December 4, 2018 for U.S. Trustee and Committee; extended to December 6, 2018 for the Committee and U.S. Trustee.

Related Pleadings:

- (a) Certification of Counsel Regarding Order Approving Application of the Debtors and Debtors in Possession, for an Order Authorizing the Retention and Employment of MTS Health Partners, L.P. as Investment Banker for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date [D.I. 242; filed 12/6/18].
- (b) **Order Approving Retention and Employment of MTS Health Partners, L.P. as Investment Banker for the Debtors and Debtors-In-Possession Nunc Pro Tunc to the Petition Date [D.I. 250; filed 12/7/18].**

Responses Received:

- (a) Informal comments received from U.S. Trustee.
- (b) Informal comments received from the Committee.

Status: An Order has been entered by the Court.

- 4. Application of the Debtors and Debtors in Possession, for an Order Authorizing the Retention of Waller Lansden Dortch & Davis, LLP as Counsel for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date [D.I. 104; filed 11/15/18].

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to December 4, 2018 for U.S. Trustee and Committee; extended to December 6, 2018 for the Committee and U.S. Trustee.

Related Pleadings:

- (a) Certification of Counsel Regarding Order Approving Application of the Debtors and Debtors in Possession, for an Order Authorizing the Retention of Waller Lansden Dortch & Davis, LLP as Counsel for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date [D.I. 243; filed 12/6/18].
- (b) **Order Approving Retention and Employment of Waller Lansden Dortch & Davis, LLP as Counsel for the Debtors and Debtors in Possession, Nunc Pro Tunc to the Petition Date [D.I. 249; filed 12/7/18].**

Responses Received:

- (a) Informal comments received from U.S. Trustee.
- (b) Informal comments received from the Committee.

Status: An Order has been entered by the Court.

MATTERS GOING FORWARD:

- 5. Application of the Debtors and Debtors in Possession, for an Order Authorizing the Retention and Employment of Houlihan Lokey Capital, Inc. as Financial Advisor and Investment Banker for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date [D.I. 105; filed 11/15/18].

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to December 4, 2018 for U.S. Trustee and Committee; extended to December 6, 2018 for the Committee and U.S. Trustee; extended to December 7, 2018 at 4:00 p.m. for the U.S. Trustee.

Related Pleadings: None.

Responses Received:

- (a) Informal comments received from U.S. Trustee.
- (b) Informal comments received from the Committee.

Status: This matter is going forward.

6. Motion of the Debtors for Entry of an Order Pursuant to 11 U.S.C. 105(a) and 363(b) (I) Authorizing the Debtors to Employ FTI Consulting, Inc. and (II) Approving the Designation of Andrew Hinkelman as Debtors' Interim Chief Financial Officer and Chief Restructuring Officer [D.I. 113; filed 11/15/18].

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to December 4, 2018 for U.S. Trustee and Committee; extended to December 6, 2018 for the Committee and U.S. Trustee; extended to December 7, 2018 at 4:00 p.m. for the U.S. Trustee.

Related Pleadings:

- (a) **Certification of Counsel Regarding the Order (I) Authorizing the Debtors to Employ FTI Consulting, Inc. and (II) Approving the Designation of Andrew Hinkelman as Debtors' Interim Chief Financial Officer and Chief Restructuring Officer [D.I. 261; filed 12/7/18].**
- (b) **Order (I) Authorizing the Debtors to Employ FTI Consulting, Inc. and (II) Approving the Designation of Andrew Hinkelman as Debtors' Interim Chief Financial Officer and Chief Restructuring Officer [D.I. 273; filed 12/10/18].**

Responses Received:

- (a) Informal comments received from U.S. Trustee.

Status: An Order has been entered by the Court.

7. Motion of the Debtors for Entry of an Order (I) Authorizing the Sale of Certain Real Property Free and Clear of all Liens, Claims, Interests, and Encumbrances, and (II) Authorizing the Debtors to Reject Unexpired Lease of Nonresidential Real Property [San Diego Real Estate] [D.I. 87; Filed 1/13/18].

Response Deadline: November 27, 2018 at 4:00 p.m.; extended to November 29, 2018 for Committee; extended to November 29, 2018 at 5:00 p.m. for Wells Fargo.

Related Pleadings:

- (a) Certification of Counsel Regarding Order (A) Approving Bidding Procedures For The Sale Of Certain Real Property Free And Clear Of All Liens, Claims, Interests, And Encumbrances; (B) Approving Bid Protections; (C) Scheduling The Sale Hearing; And (D) Granting Related Relief (San Diego) [D.I. 235; filed 12/6/18].
- (b) **Order (A) Approving Bidding Procedures For The Sale Of Certain Real Property Free And Clear Of All Liens, Claims, Interests, And Encumbrances; (B) Approving Bid Protections; (C) Scheduling The Sale Hearing; And (D) Granting Related Relief (San Diego) [D.I. 258; Filed 12/7/18].**

Responses Received:

- (a) Limited Objection [of Wells Fargo Bank] to Motion of the Debtors for Entry of an Order (I) Authorizing the Sale of Certain Real Property Free and Clear of All Liens, Claims, Interests, and Encumbrances, and (II) Authorizing the Debtors to Reject Unexpired Lease of Nonresidential Real Property [D.I. 168; filed 11/29/18].
- (b) The Official Committee of Unsecured Creditors' Objection to the Debtors' Sale Motion [D.I. 172; filed 11/29/18].

Status: This matter is going forward as a Sale Hearing following the completion of an auction on December 10, 2018.

- 8. Motion of the Debtors for Entry of an Order Authorizing the Debtors to Assume and Assign an Unexpired Lease of Nonresidential Real Property Respecting San Diego Real Estate [D.I. 237; filed 12/6/18].

Response Deadline: December 11, 2018 at 11:00 a.m.

Related Pleadings:

- (a) Motion to Shorten Notice and Objection Periods on the Motion to Assume Lease or Executory Contract Motion of the Debtors for Entry of an Order Authorizing the Debtors to Assume and Assign an Unexpired Lease of Nonresidential Real Property Respecting San Diego Real Estate [D.I. 238; filed 12/6/18].
- (b) **Order Shortening Notice and Objection Periods on the Motion to Assume Lease or Executory Contract Motion of the Debtors for Entry of an Order Authorizing the Debtors to Assume and Assign an Unexpired Lease of Nonresidential Real Property Respecting San Diego Real Estate [D.I. 253; filed 12/7/18].**
- (c) **Notice of Expedited Hearing on the Motion of the Debtors for Entry of an Order Authorizing the Debtors to Assume and Assign an Unexpired Lease of Nonresidential Real Property Respecting San Diego Real Estate [D.I. 270; filed 12/9/18].**

Responses Received: None.

Status: **An Order Shortening Notice and Objection Periods has been entered. This matter is going forward.**

9. Motion of Debtors for Entry of an Order Approving the Extension of Leases Between (I) Cam-Mid America, LLC and Promise Hospital of Wichita Falls, Inc., Promise Skilled Nursing Facility of Wichita Falls, Inc., Promise Hospital of Overland Park, Inc., and Promise Skilled Nursing Facility of Overland Park, Inc.; and (II) Cam-Dallas, LLC and Promise Hospital of Dallas, Inc. [D.I. 244; filed 12/7/18].

Response Deadline: December 11, 2018 at 11:00 a.m.

Related Pleadings:

- (a) Expedited Motion of the Debtors to Shorten Notice and Objection Periods on the Motion of Debtors for Entry of an Order Approving the Extension of Leases Between (I) Cam-Mid America, LLC and Promise Hospital of Wichita Falls, Inc., Promise Skilled Nursing Facility of Wichita Falls, Inc., Promise Hospital of Overland Park, Inc., and Promise Skilled Nursing Facility of Overland Park, Inc.; and (II) Cam-Dallas, LLC and Promise Hospital of Dallas, Inc. [D.I. 245; filed 12/7/18].
- (b) **Order Shortening Notice and Objection Periods on the Motion of Debtors for Entry of an Order Approving the Extension of Leases Between (I) Cam-Mid America, LLC and Promise Hospital of Wichita Falls, Inc., Promise Skilled Nursing Facility of Wichita Falls, Inc., Promise Hospital of Overland Park, Inc., and Promise Skilled Nursing Facility of Overland Park, Inc.; and (II) Cam-Dallas, LLC and Promise Hospital of Dallas, Inc. [D.I. 255; filed 12/7/18].**
- (c) **Proposed Order Approving the Extension of Leases Between (I) Cam-Mid America, LLC and Promise Hospital of Wichita Falls, Inc., Promise Skilled Nursing Facility of Wichita Falls, Inc., Promise Hospital of Overland Park, Inc., and Promise Skilled Nursing Facility of Overland Park, Inc.; and (II) Cam-Dallas, LLC and Promise Hospital of Dallas, Inc. (Attaching Exhibit 1 - Term Sheet) [D.I. 260; filed 12/7/18].**
- (d) **Notice of Expedited Hearing on the Motion of Debtors for Entry of an Order Approving the Extension of Leases Between (I) Cam-Mid America, LLC and Promise Hospital of Wichita Falls, Inc., Promise Skilled Nursing Facility of Wichita Falls, Inc., Promise Hospital of Overland Park, Inc., and Promise Skilled Nursing Facility of Overland Park, Inc.; and (II) Cam-Dallas, LLC and Promise Hospital of Dallas, Inc. [D.I. 271; filed 12/9/18].**

Responses Received: None.

Status: An Order Shortening Notice and Objection Periods has been entered. This matter is going forward.

Dated: December 10, 2018
Wilmington, Delaware

DLA PIPER LLP (US)

/s/ Stuart M. Brown

Stuart M. Brown (#4050)
Kaitlin MacKenzie Edelman (#5924)
1201 N. Market Street, Suite 2100
Wilmington, DE 19801
Telephone: (302) 468-5700
Facsimile: (302) 394-2341
Email: Stuart.Brown@dlapiper.com
Kaitlin.Edelman@dlapiper.com

-and-

WALLER LANSDEN DORTCH & DAVIS, LLP

John Tishler (admitted *pro hac vice*)
Katie G. Stenberg (admitted *pro hac vice*)
Blake D. Roth (admitted *pro hac vice*)
Tyler N. Layne (admitted *pro hac vice*)
511 Union Street, Suite 2700
Nashville, TN 37219
Telephone: (615) 244-6380
Facsimile: (615) 244-6804
Email: John.Tishler@wallerlaw.com
Katie.Stenberg@wallerlaw.com
Blake.Roth@wallerlaw.com
Tyler.Layne@wallerlaw.com

*Attorneys for the Debtors and
Debtors in Possession*